Debtors' Ex. 145

UNITED STATES DISTRICT COURT DISTRICT OF PUERTO RICO

A	
In re:	PROMESA
THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO,	Title III
as representative of	No. 17 BK 3283-LTS
THE COMMONWEALTH OF PUERTO RICO, et al.	(Jointly Administered)
Debtors. ¹	

SUPPLEMENTAL DECLARATION OF CHRISTINA PULLO OF PRIME CLERK LLC REGARDING THE SOLICITATION OF VOTES AND TABULATION OF BALLOTS CAST ON SEVENTH AMENDED TITLE III JOINT PLAN OF ADJUSTMENT OF THE COMMONWEALTH OF PUERTO RICO, ET AL

I, Christina Pullo, declare, under the penalty of perjury:

1. I am a Managing Director, Head of Corporate Actions at Prime Clerk LLC ("Prime Clerk"), located at One Grand Central Place, 60 East 42nd Street, Suite 1440, New York, New York 10165. I am over the age of eighteen years and not a party to the above-captioned cases under Title III of PROMESA. Unless otherwise noted, I have personal knowledge of the facts set forth herein.

¹ The Debtors in these Title III Cases, along with each Debtor's respective Title III case number and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); and (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority ("PBA") (Bankruptcy Case No. 19-BK-5523-LTS) (Last Four Digits of Federal Tax ID: 3801) (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

- 2. I submit this supplemental declaration (the "Supplemental Declaration") in connection with the Eighth Amended Title III Joint Plan of Adjustment of the Commonwealth of Puerto Rico, et al. [ECF No. 19053] (the "Plan")² and to supplement the Declaration of Christina Pullo of Prime Clerk LLC Regarding the Solicitation of Votes and Tabulation of Ballots Cast on Seventh Amended Title III Joint Plan of Adjustment of the Commonwealth of Puerto Rico, et al. [ECF No. 19056], filed on November 3, 2021 (the "Original Declaration"). Attached hereto as Exhibit A is an updated Tabulation Summary (which was attached as Exhibit A to the Original Declaration) that:
 - a. Provides additional information with respect to the non-voting Classes that are deemed to have accepted or rejected the Plan;³
 - b. Changes the votes cast by the GDB Debt Recovery Authority (the "<u>DRA</u>") in Classes 12, 14, 40, and 59 to acceptance of the Plan to reflect that certain *Stipulation in Connection with DRA Related Disputes*, dated as of November 5, 2021, among the Oversight Board, AmeriNational Community Services, LLC, as servicer for the DRA, and Cantor-Katz Collateral Monitor LLC, as collateral monitor for Wilmington Trust, N.A., which changes remain subject to the Court's approval [ECF No. 19100]; and
 - c. Reflects the effect of modifications to the treatment of certain Claims in light of the enactment of Act 53-2021 since the filing of the *Seventh Amended Title III Joint Plan of Adjustment of the Commonwealth of Puerto Rico, et al.* [ECF No. 17627], which modifications provide, pursuant to Section 84.2 of the Plan, Classes 51A, 51C, 51D, 51F, 51J, 51K, and 51L are unimpaired and deemed to have accepted the Plan.

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² To the extent any capitalized terms are used but not defined in this Supplemental Declaration, such terms shall have the meanings assigned to them in the Plan.

³ The changes include: (i) the addition of information regarding non-voting Classes 22, 29, 33, 35, 39, 43, 45, 48, 50, 51A, 51C, 51J, 51K, 55, 57, 63, 64, 67, and 68, and (ii) the addition of Class 58A as deemed to reject the Plan pursuant to the *Modified Eighth Amended Title III Joint Plan of Adjustment of the Commonwealth of Puerto Rico, et al.*

To the best of my knowledge, information, and belief, I declare under penalty of perjury that the foregoing information concerning the distribution, submission and tabulation of Ballots in connection with the Plan is true and correct.

Dated: November 7, 2021

Christina Pullo

Managing Director, Head of Corporate Actions

Prime Clerk LLC

Exhibit A

Cases 4:71-10-3129238-31-TLSTS D b0c#c#19191191.9 F3 le #Filledd 0171/2017 / 22Int #Errette f1eld 0171/2017 / 122I: 5250 1446:1 D es D'es strain Deb 150 os utra bintit 1 42F3 ag (P 45 goef 61.36 f 14

Class	Class Description	Number Accepting	Number Rejecting	Amount Accepting	Amount Rejecting	Class Voting Result
		%	%	%	%	3
1	Vintage PBA Bond Claims	1097	7	\$920,005,278.99	\$1,214,494.86	Accept
1	VIIItage PBA Bollu Claillis	99.37%	0.63%	99.87%	0.13%	Accept
2	Vintage DDA Dand Claims (Assured)	1	0	\$97,171,262.34	\$0.00	Account
2	Vintage PBA Bond Claims (Assured)	100%	0%	100%	0%	Accept
3	Vintage PBA Bond Claims (National)	1	0	\$104,028,546.10	\$0.00	Accept
3	Vilitage PBA Boliu Claims (National)	100%	0%	100%	0%	Accept
4	Vintage DDA Dand Claims (Ambas)	1	0	\$92,985,116.06	\$0.00	Account
4	4 Vintage PBA Bond Claims (Ambac)	100%	0%	100%	0%	Accept
5		40	2	\$2,114,542.08	\$25,419.66	Accept
5	Vintage PBA Bond Claims (FGIC)	95.24%	4.76%	98.81%	1.19%	Accept
6	Vintaga DDA Dand Claims (Synagra)	1	0	\$11,902,049.67	\$0.00	Accept
6	Vintage PBA Bond Claims (Syncora)	100%	0%	100%	0%	Accept
_		377	30	\$5,620,569.25	\$584,652.18	
7	Retail Vintage PBA Bond Claims	92.63%	7.37%	90.58%	9.42%	Accept
•		389	12	\$602,196,827.91	\$7,213,534.61	
8	2011 PBA Bond Claims	97.01%	2.99%	98.82%	1.18%	Accept
	Deteil 2011 DDA Devid Claire	57	2	\$2,409,218.88	\$5,648.81	0.000
9	Retail 2011 PBA Bond Claims	96.61%	3.39%	99.77%	0.23%	Accept

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Class	Class Description	Number Accepting	Number Rejecting	Amount Accepting	Amount Rejecting	Class Voting Result
		%	%	%	%	
10	2012 DDA Dand Claims	378	6	\$297,130,404.51	\$203,357.28	Accord
10	2012 PBA Bond Claims	98.44%	1.56%	99.93%	0.07%	Accept
11	Retail 2012 PBA Bond Claims	114	13	\$2,541,965.99	\$138,395.93	Accept
	Netali 2012 F DA Boliu Cialilis	89.76%	10.24%	94.84%	5.16%	Ассерг
12	PBA/DRA Secured Claim*	1	0	\$207,332,233.40	\$0.00	- Accept
12	PBAY DNA Secureu Cidiiri	100%	0%	100%	0%	Ассері
13	PBA General Unsecured Claims	17	43	\$67,417.00	\$2,414,054.38	– Reject
13		28.33%	71.67%	2.72%	97.28%	Reject
	PBA/DRA Unsecured Claim*	1	0	\$207,332,233.40	\$0.00	Accept
14	PBA/DRA Offsecured Cidiff	100%	0%	100%	0%	
15	Vintage CM Dand Claims	2385	15	\$2,735,189,000.00	\$4,080,000.00	Accord
15	Vintage CW Bond Claims	99.37%	0.63%	99.85%	0.15%	Accept
16	Retail Vintage CW Bond Claims	973	95	\$27,350,000.00	\$2,525,000.00	Accept
10	Retail Vilitage CW Bollu Claillis	91.10%	8.90%	91.55%	8.45%	Ассері
17	Vintage CW Bond Claims (Assured)	1	0	\$1,054,975,000.00	\$0.00	Accept
1	viiitage evv boliu claiiiis (Assureu)	100%	0%	100%	0%	Αιτερί
18	Vintage CW Bond Claims (National)	1	0	\$842,755,000.00	\$0.00	Accont
18	Vintage Cw Bond Claims (National)	100%	0%	100%	0%	Accept

^{*}Reflects the change of the Ballot(s) cast on behalf of the GDB Debt Recovery Authority to an "acceptance", which remains subject to Court approval of such change.

Cases 4:71-10-3129238-31-TSTS D & Cases 4:71-10-312928-31-TSTS D & Cases 4:71-

Class	Class Description	Number Accepting	Number Rejecting	Amount Accepting	Amount Rejecting	- Class Voting Result
		%	%	%	%	
19	Vintage CM/ Rand Claims (Arabas)	1	0	\$56,005,000.00	\$0.00	Accord
19	Vintage CW Bond Claims (Ambac)	100%	0%	100%	0%	- Accept
20	Vintage CW Road Claims (FCIC)	149	36	\$258,557,575.00	\$8,215,000.00	Accept
20	Vintage CW Bond Claims (FGIC)	80.54%	19.46%	96.92%	3.08%	- Accept
21	Vinters CM Dand Claims (Conserva)	1	0	\$25,585,000.00	\$0.00	Accord
21	Vintage CW Bond Claims (Syncora)	100%	0%	100%	0%	- Accept
22	Vintago CW Rand Claims (Tayahla Election)	346	0	\$18,270,000.00	\$0.00	Deemed to Accept
22	22 Vintage CW Bond Claims (Taxable Election)	100%	0%	100%	0%	Deemed to Accept
23	Vintage CW Guarantee Bond Claims	1389	37	\$710,350,805.85	\$1,385,852.96	Accept
25	Vilitage CVV Guarantee Bonu Claims	97%	3%	100%	0%	Ассері
24	Vintage CM Currentee Band Claims (Assured)	1	0	\$74,849,402.60	\$0.00	Accept
24	Vintage CW Guarantee Bond Claims (Assured)	100%	0%	100%	0%	- Accept
25	Vintage CW Guarantee Bond Claims (National)	1	0	\$80,131,453.90	\$0.00	- Accept
25	vintage CW Guarantee Bond Claims (National)	100%	0%	100%	0%	Ассері
26	Vintage CN/ Cuerantee Bond Claims (Ambas)	1	0	\$71,624,883.94	\$0.00	Accept
20	Vintage CW Guarantee Bond Claims (Ambac)	100%	0%	100%	0%	- Accept
27	Vintage CW Guarantee Bond Claims (FGIC)	40	2	\$1,628,796.50	\$19,580.34	Accent
27	vintage Cvv duarantee bond Claims (FGIC)	95.24%	4.76%	98.81%	1.19%	- Accept

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Class	Class Description	Number Accepting	Number Rejecting	Amount Accepting	Amount Rejecting	Class Voting Result
Cluss	class bescription	%	%	%	%	ciuss voting nesuit
		1	0	\$9,167,950.33	\$0.00	
28	Vintage CW Guarantee Bond Claims (Syncora)	100%	0%	100%	0%	Accept
29	Vintage CW Guarantee Bond Claims (Taxable Election)	85	0	\$2,643,345.91	\$0.00	Deemed to Accept
29	Vintage CW Guarantee Bond Claims (Taxable Election)	100%	0%	100%	0%	- Deemed to Accept
20	2011 CW David Claims	184	2	\$208,395,000.00	\$75,000.00	A
30	2011 CW Bond Claims	98.92%	1.08%	99.96%	0.04%	Accept
31	Retail 2011 CW Bond Claims	54	2	\$2,060,000.00	\$115,000.00	
31	Retail 2011 CW Bond Claims	96.43%	3.57%	94.71%	5.29%	Accept
32	2044 CM Parad Claims (Assured)	1	0	\$210,000,000.00	\$0.00	- Accept
32	2011 CW Bond Claims (Assured)	100%	0%	100%	0%	7.000
22	2011 CM Pand Claims (Tayahla Flastian)	14	0	\$1,090,000.00	\$0.00	Decreed to Accord
33	2011 CW Bond Claims (Taxable Election)	100%	0%	100%	0%	Deemed to Accept
24	2014 CIM Consentes Board Claims	352	14	\$455,134,126.73	\$5,560,816.58	
34	2011 CW Guarantee Bond Claims	96.17%	3.83%	98.79%	1.21%	Accept
25		94	0	\$10,583,826.48	\$0.00	
35	2011 CW Guarantee Bond Claims (Taxable Election)	100%	0%	100%	0%	Deemed to Accept
26	2044 CMC : D/F/DDD	407	1	\$506,765,000.00	\$135,000.00	
36	2011 CW Series D/E/PIB Bond Claims	99.75%	0.25%	99.97%	0.03%	Accept

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Class	Class Description	Number Accepting	Number Rejecting	Amount Accepting	Amount Rejecting	- Class Voting Result
		%	%	%	%	
37	2011 CW Series D/E/PIB Bond Claims (Assured)	1	0	\$10,400,000.00	\$0.00	- Accept
37	2011 CW Series D/L/110 Dona Claims (Assured)	100%	0%	100%	0%	Ассерг
38	Retail 2011 CW Series D/E/PIB Bond Claims	91	8	\$2,645,000.00	\$300,000.00	- Accept
36	Retail 2011 CW Series D/L/FIB Boild Claims	91.92%	8.08%	89.81%	10.19%	Ассері
39	2011 CW Series D/E/PIB Bond Claims (Taxable Election)	34	0	\$1,775,000.00	\$0.00	- Deemed to Accept
39	2011 CW Series D/E/PIB BOING Claims (Taxable Election)	100%	0%	100%	0%	Deemed to Accept
40	2012 CW Bond Claims*	1256	21	\$2,082,022,644.76	\$1,690,000.00	- Accept
40	2012 CW Bolla Claillis	98.36%	1.64%	99.92%	0.08%	лесері
41	Retail 2012 CW Bond Claims	403	28	\$16,195,000.00	\$1,100,000.00	- Accept
41	Netali 2012 CW Bolid Claillis	93.50%	6.50%	93.64%	6.36%	лесері
42	2012 CW Bond Claims (Assured)	1	0	\$369,445,000.00	\$0.00	- Accept
42	2012 CW Borid Claims (Assured)	100%	0%	100%	0%	Ассері
43	2012 CW Bond Claims (Taxable Election)	168	0	\$11,975,000.00	\$0.00	- Deemed to Accept
43	2012 CW BOILD Claims (Taxable Liection)	100%	0%	100%	0%	Deemed to Accept
44	2012 CW Guarantee Bond Claims	476	19	\$230,286,555.04	\$263,246.79	Accont
44	2012 CW Guarantee Bonu Claims	96.16%	3.84%	99.89%	0.11%	Accept
45	2012 CW Guarantee Bond Claims (Taxable Election)	16	0	\$546,073.93	\$0.00	Deemed to Accept
43	ZUIZ CVV GUATAITEE BUTTU CIAITIS (TAXADIE ETECTION)	100%	0%	100%	0%	Deemed to Accept

^{*}Reflects the change of the Ballot(s) cast on behalf of the GDB Debt Recovery Authority to an "acceptance", which remains subject to Court approval of such change.

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Class	Class Description	Number Accepting	Number Rejecting	Amount Accepting	Amount Rejecting	Class Voting Result
		%	%	%	%	
4.6	2014 CM David Claims	314	0	\$3,318,280,000.00	\$0.00	A
46	5 2014 CW Bond Claims	100%	0%	100%	0%	Accept
47	Retail 2014 CW Bond Claims	27	0	\$6,650,000.00	\$0.00	Accept
47	Retail 2014 CW Bond Claims	100%	0%	100%	0%	Ассері
48	2014 CW Rond Claims (Tayahla Floction)	3	0	\$850,000.00	\$0.00	Deemed to Accept
40	2014 CW Bond Claims (Taxable Election)	100%	0%	100%	0%	Deemed to Accept
40	49 2014 CW Guarantee Bond Claims	20	0	\$276,620,000.00	\$0.00	Accept
49		100%	0%	100%	0%	Ассері
50	2014 CW Guarantee Bond Claims (Taxable Election)	No creditors elected into this class. At the direction of the Debtors, this class is deemed to accept the Plan.				Deemed to Accept
51A*	Retired ERS Participant Below-Threshold Claims		Deemed to Accept			
51B	Detined IDC Destining at Delay, Threehold Claims	7	4	\$7,820.87	\$4,936.13	Deicat
218	Retired JRS Participant Below-Threshold Claims	63.64%	36.36%	61.31%	38.69%	Reject
51C*	Retired TRS Participant Below-Threshold Claims	Deemed to Accept				
545 *	Detical EDG Destriction Advantage	2358	1689	\$5,480,453.28	\$4,348,160.33	Dai: i
51D*	Retired ERS Participant Above-Threshold Claims	58.27%	41.73%	55.76%	44.24%	Reject

^{*}Pursuant to Section 84.2 of the Plan, this Class is unimpaired and deemed to have accepted the Plan.

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Class	Class Description	Number Accepting	Number Rejecting	Amount Accepting	Amount Rejecting	- Class Voting Result
		%	%	%	%	
51E	Retired JRS Participant Above-Threshold Claims	114	52	\$612,484.78	\$235,765.83	- Accept
312	Retired 3NO Furticipant 7 Bove Filteshold claims	68.67%	31.33%	72.21%	27.79%	жеере
51F*	Retired TRS Participant Above-Threshold Claims	920	2659	\$1,979,849.76	\$5,888,958.66	- Reject
211	netired the raticipant Above-Threshold Claims	25.71%	74.29%	25.16%	74.84%	Neject
51G	Active ERS Participant Claims	799	789	\$799.00	\$789.00	- Reject
510	Active ENS Participant Claims	50.31%	49.69%	50.31%	49.69%	Reject
5411	51H Active JRS Participant Claims	15	25	\$15.00	\$25.00	Dojast
2111		37.50%	62.50%	37.50%	62.50%	- Reject
511	A III TROP III I I III	264	1020	\$264.00	\$1,020.00	- Reject
211	Active TRS Participant Claims	20.56%	79.44%	20.56%	79.44%	Reject
51J*	System 2000 Participant Claims	Deemed to Accept				
51K*	VTP Payroll Participant Below-Threshold Claims	Deemed to Accept				
51L*	VTP Payroll Participant Above-Threshold Claims	175	190	\$346,825.32	\$430,412.93	Point
21L	v i r rayroli rarticipant Above-i illesilold Claims	47.95%	52.05%	44.62%	55.38%	- Reject
52	AFSCME Claims	1	0	\$106,146,942.34	\$0.00	Accont
32	AF3CIVIE CIDIIIIS	100%	0%	100%	0%	Accept

^{*}Pursuant to Section 84.2 of the Plan, this Class is unimpaired and deemed to have accepted the Plan.

Cases 4:71-70-3123238-31-TLS'S D Orott:#9191151.9 F3 le #Filled 0771/2017 / 22EInterrette (1.ed) 0771/2017 / 122EI 5250 1246:1 Des Des Italian Deb Tooks ut in the Fag P algren 13:36 f 14

Class	Class Description	Number Accepting	Number Rejecting	Amount Accepting	Amount Rejecting	Class Voting Result
		%	%	%	%	
F2	Dainy Dradusas Claims	1	1	\$17,167,799.72	\$44,832,199.28	Reject
53	53 Dairy Producer Claims	50.00%	50.00%	27.69%	72.31%	Reject
54	Eminent Domain Claims	0	1	\$0.00	\$1.00	- Reject
54	Emilient Domain Claims	0%	100%	0%	100%	Neject
55	Energy Incentive Claims			Deemed to Accept		
5.0		18	0	\$73,000,420.36	\$0.00	A
56	Med Center Claims	100%	0%	100%	0%	Accept
57	Tax Credit Claims			Deemed to Accept		
50	CW Compared Upon a sound Claims	47	551	\$8,393,181.36	\$93,463,937.95	Dairet
58	CW General Unsecured Claims	7.86%	92.14%	8.24%	91.76%	- Reject
58A	GDB/PET Claim			Deemed to Reject		
59	CW/HTA Claims*	1716	79	\$5,281,795,499.20	\$3,220,000.00	Accort
29	CW/HTA Claims"	95.60%	4.40%	99.94%	0.06%	Accept
60	CW/Convention Center Claims	3	0	\$386,415,000.00	\$0.00	Accept
60	CW/Convention Center Claims	100%	0%	100%	0%	Accept

^{*}Reflects the change of the Ballot(s) cast on behalf of the GDB Debt Recovery Authority to an "acceptance", which remains subject to Court approval of such change.

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Class	Class Description	Number Accepting	Number Rejecting	Amount Accepting	Amount Rejecting	Class Voting Result
		%	%	%	%	
61	CW/PRIFA Rum Tax Claims	1171	114	\$1,846,605,000.00	\$4,685,000.00	Accept
01	CW/T III A IIuiii Tax Ciaiiiis	91.13%	8.87%	99.75%	0.25%	Ассері
62	CW/MBA Claims	1	0	\$30,106,786.87	\$0.00	Accept
62	CW/IVIDA CIdIIIIS	100%	0%	100%	0%	Αссері
63	CW Appropriations Claims	Deemed to Reject				
64	Section 510(b) Subordinated Claims	Deemed to Reject				
65	ERS Bond Claims	593	328	\$3,363,980,000.00	\$31,170,000.00	Accept
03	LKS BOILD Claims	64.39%	35.61%	99.08%	0.92%	Ассері
66	ERS General Unsecured Claims	0	1	\$0.00	\$1.00	Doinat
66	eks General Onsecured Claims	0%	100%	0%	100%	Reject
67	Gracia Gracis Claims	Deemed to Accept				
68	Convenience Claims	Deemed to Accept				
69	Federal Claims		No ballots were returned by a holder entitled to vote in this class. Pursuant to section I(37)(p) of the disclosure statement order, this class is deemed to accept the Plan.			